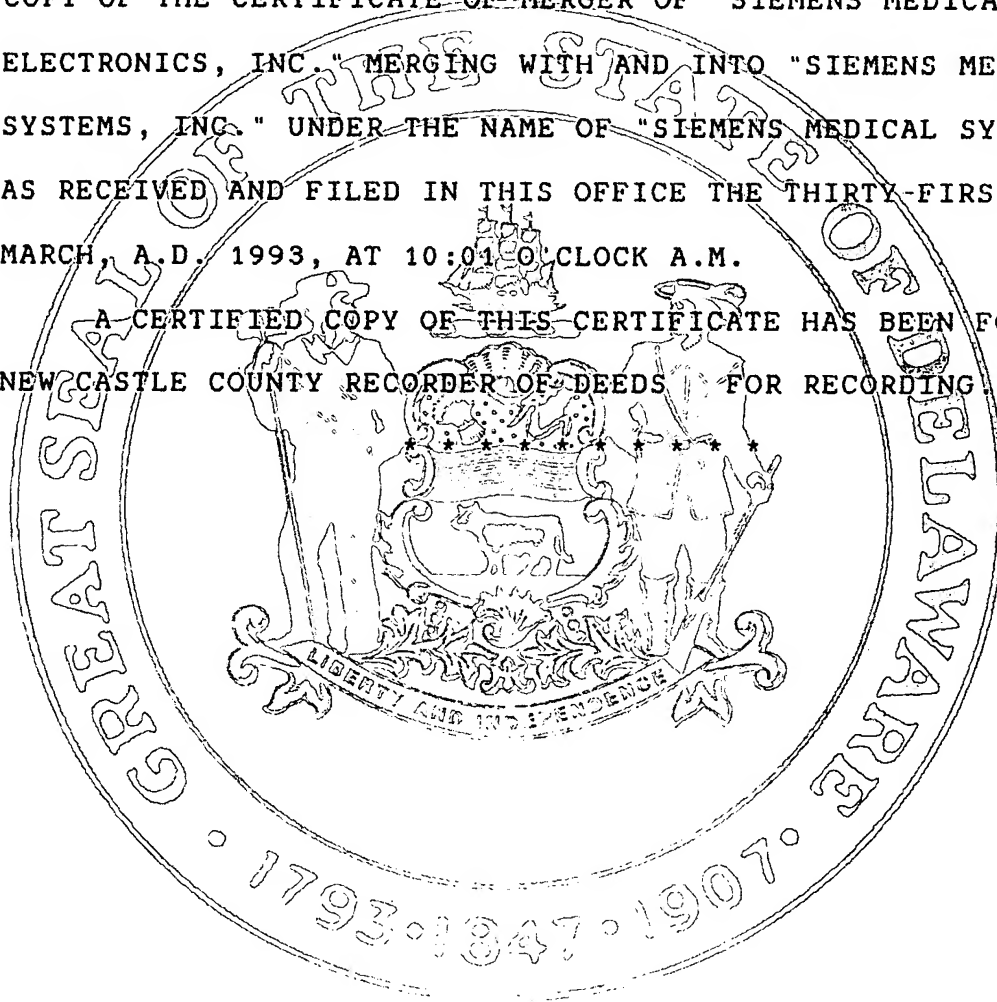


*State of Delaware*  
*Office of the Secretary of State*

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I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER OF "SIEMENS MEDICAL ELECTRONICS, INC." MERGING WITH AND INTO "SIEMENS MEDICAL SYSTEMS, INC." UNDER THE NAME OF "SIEMENS MEDICAL SYSTEMS, INC." AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF MARCH, A.D. 1993, AT 10:01 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO NEWCASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



*William T. Quillen*

*William T. Quillen, Secretary of State*

AUTHENTICATION: \*4046841

723251074

DATE: 09/08/1993

**CERTIFICATE OF MERGER  
OF  
SIEMENS MEDICAL ELECTRONICS, INC.  
INTO  
SIEMENS MEDICAL SYSTEMS, INC.**

Pursuant to Section 251 of the Delaware General Corporation Law  
The undersigned corporation  
**DOES HEREBY CERTIFY:**

**FIRST:** That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Siemens Medical Electronics, Inc.	Delaware
Siemens Medical Systems, Inc.	Delaware

**SECOND:** That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

**THIRD:** That the name of the surviving corporation of the merger is Siemens Medical Systems, Inc.

**FOURTH:** That the Certificate of Incorporation of Siemens Medical Systems, Inc., a Delaware corporation which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.